

TRANSITION SERVICES AGREEMENT

Annex A

Function: Customer Service	Annex #: A.1
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Mark Lambert, Justin Eisfeller, Cindy Carroll	Extended Term: T / B / D
General Description of Services to be Provided:	
<p>Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a complete array of customer services including, but not limited to, the processes and tasks identified and described below.</p>	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Billing and Reconciliation: NiSource CIS; Billing services; third-party supplier management; CIS reconciliation and reporting; sales tax exemptions; customer refund processing; updates to billing rates	
Cash Remittance and Collection: Cash posting; credit and collections' including regulatory reporting	
Customer Relations and Communication: NiSource call center operations; response to PUC and CAD complaints; collect call center data for SQI filings; maintain the Northern customer website; prepare customer communications inserts	
Business Services: Process incoming sales calls	
Energy Measurement: Daily meter readings	
Information Systems Support Services to be Provided:	
NiSource Customer Information System, NiSource Meter Reading Systems	

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Function: Accounting and Finance	Annex #: A.2
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Deb Mahoney, Deb Chaput, Tressa Northrup, Mike McKinney	Extended Term: T / B / D
General Description of Services to be Provided:	
<p>Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a variety of accounting and finance services including, but not limited to, the processes and tasks identified and described below.</p>	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Corporate Accounting: NiSource CIS accounting entries; assistance with flow-through accounting models	
Treasury: Report receipt of cash into Northern lockbox; Transfer cash receipts from NiSource's bank account to Unitil's bank account	
Information Systems Support Services to be Provided:	

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Function: Corporate Communications	Annex #: A.3
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Stephanye Schuyler	Extended Term: T / B / D s
General Description of Services to be Provided:	
Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a corporate communication services including, but not limited to, the processes and tasks identified and described below.	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
To be determined – expected to be minimal.	
Information Systems Support Services to be Provided:	

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Function: Distribution Field Operations	Annex #: A.4
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Justin Eisfeller, Chris LeBlanc	Extended Term: T / B / D
General Description of Services to be Provided:	
<p>Accounting Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a variety of distribution field services including, but not limited to, the processes and tasks identified and described below.</p>	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Field Services Dispatch: Work orders and potential crew assignments (as backup)	
Appliance Services: Appliance services for southern NH service territory; associated regulatory report support	
Gas Leak Management: Emergency first response coverage for southern NH service territory including leak repairs; associated regulatory report support	
Information Systems Support Services to be Provided:	

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Function: Gas Supply and Gas Control	Annex #: A.5
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Robert Furino, Justin Eisfeller, Andrew Moriarty	Extended Term: T / B / D
General Description of Services to be Provided:	
<p>Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a variety of gas supply and gas control services including, but not limited to, the processes and tasks identified and described below.</p>	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Gas Supply Management: Monthly gas supply plans; daily operations execution; gas contracting reports; gas cost accounting services; retail supplier capacity management	
Gas Dispatching: Monitoring and control; dispatch training; daily scheduling	
SCADA: Unitil SCADA testing and commissioning	
Information Systems Support Services to be Provided:	

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Function: Engineering and Operations Management	Annex #: A.6
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Chris LeBlanc	Extended Term: T / B / D
General Description of Services to be Provided:	
<p>Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a variety of engineering and operations management services including, but not limited to, the processes and tasks identified and described below.</p>	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Construction: Construction activities for southern NH; daily electronic progress reports for contractor crews	
Distribution System Maintenance: Maintenance activities for southern NH service territory	
Damage Prevention: Dig Safe service for southern NH service territory	
Information Systems Support Services to be Provided:	

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Function: Transmission System Management & Operations	Annex #: A.7
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Robert Furino, Chris LeBlanc	Extended Term: T / B / D
General Description of Services to be Provided:	
Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a variety of transmission system management and operations services including, but not limited to, the processes and tasks identified and described below.	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Gas Transmission Management: Daily operations support; transportation customer invoices; monthly revenue estimates; updates to EBB	
Information Systems Support Services to be Provided:	

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Function: Corporate Functions	Annex #: A.8
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Karen Asbury	Extended Term: T / B / D
General Description of Services to be Provided:	
<p>Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide a variety of corporate services including, but not limited to, the processes and tasks identified and described below.</p>	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Regulatory: Tariff administration; rates administration; regulatory filings support	
Information Systems Support Services to be Provided:	

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Function: Infrastructure	Annex #: A.9
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Jacquie Agel, Leigh Willett, Robert Mayo	Extended Term: T / B / D
General Description of Services to be Provided:	
Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide infrastructure services including, but not limited to, the processes and tasks identified and described below.	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
To be determined – expected to be minimal.	
Information Systems Support Services to be Provided:	

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Function: All	Annex #: A.10
Provided by: NiSource Corporate Services / Bay State	Start Date: 11/##/08
Provided by Manager:	
Provided to: Northern Utilities, Inc. / Granite State	Initial Term: # Months
Provided to Manager: Various	Extended Term: T / B / D
General Description of Services to be Provided:	
Services: Northern Utilities and Granite State request that NiSource Corporate Services and Bay State provide open access, as required, for consultation, follow-up and review.	
Specific List of Services to be Provided:	
Specific Processes / Tasks:	
Generic annex to cover any other services identified after the closing	
Information Systems Support Services to be Provided:	